

# EXHIBIT 8

**NTCAPR, EXHIBITS**

**U.S. Bankruptcy Court  
District of Connecticut (Hartford)  
Bankruptcy Petition #: 04-23619**

*Assigned to:* Robert L. Krechevsky  
Chapter 11  
Voluntary  
Asset

*Date Filed:* 12/15/2004

***Debtor***

**Windham Mills Development Corporation**  
322 Main Street  
Willimantic, CT 06226  
Tax id: 06-1416769

***dba***

**Windham Mills Technology Center**

represented by **Evan S. Goldstein**

Reid and Riege, P.C.  
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**Robert U. Sattin**

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***Trustee***

**Louis Testa**

Neubert Pepe & Monteith PC  
195 Church Street  
13th Floor  
New Haven, CT 06510  
203-821-2000

represented by **Douglas S. Skalka**

Neubert, Pepe, and Monteith  
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**U.S. Trustee****U. S. Trustee**

Office of the U.S. Trustee  
 Giamo Federal Building  
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 (203)773-2210

represented by **Holley L. Claiborn**

Office of The United States  
 Trustee  
 The Giaimo Federal Building  
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 Fax : 203-773-2217

**Steven E. Mackey**

Office of the U.S. Trustee  
 The Giaimo Federal Building  
 150 Court Street, Room 302  
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 (203) 773-2210

Filing Date	Docket Text
12/15/2004	Receipt of Chapter 11 Voluntary Petition Filed by Windham Mills Development Corporation. (Devino, Edith) (Entered: 12/15/2004)
12/15/2004	<u>1</u> Motion to Use Cash Collateral and Other Collateral Filed by Robert U. Sattin on behalf of Windham Mills Development Corporation, Debtor. (Johnston, Peggy) (Entered: 12/15/2004)
12/15/2004	<u>2</u> Notice of Hearing Set (RE: <u>1</u> Motion to Use Cash Collateral filed by Debtor Windham Mills Development Corporation) Preliminary Hearing to be held on 12/23/2004 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>1</u> , (Final hearing scheduled for 12/30/04 at 10:00 a.m.) (Johnston, Peggy) (Entered: 12/15/2004)
12/15/2004	<u>3</u> Application to Employ Robert U. Sattin as Attorney for Debtor and Affidavit Filed by Windham Mills Development Corporation, Debtor. (Johnston, Peggy) (Entered: 12/15/2004)
12/15/2004	<u>4</u> Chapter 11 Voluntary Petition. Filed by Robert U. Sattin on behalf of Windham Mills Development Corporation Debtor,. (Devino, Edith) (Entered: 12/15/2004)
12/15/2004	<u>5</u> Supplemental Document, Statement Containing Brief Description of Assets, Location, and Extent to which they are Subject to Liens or Other Interests Pursuant to D.CONN.LBR 1007-1 (c), Filed by Robert U. Sattin on behalf of Windham Mills Development Corporation Debtor, (Re:) <u>4</u> Voluntary Petition (Chapter 11) filed by Debtor Windham Mills Development Corporation). (Johnston, Peggy) (Entered: 12/15/2004)

	Development). (Young, James) (Entered: 06/21/2007)
06/21/2007	<u>382</u> Certificate of Service Filed by James L. Young Jr. on behalf of HFAH ASYLUM, LLC Creditor, (Re: <u>381</u> Objection filed by Creditor HFAH ASYLUM, LLC). (Young, James) (Entered: 06/21/2007)
06/21/2007	<u>383</u> Hearing Set (RE: <u>381</u> Objection filed by Creditor HFAH ASYLUM, LLC) Hearing to be held on 6/21/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>381</u> (notice not sent, administrative purposes) (Roseberry, Barbara) (Entered: 06/21/2007)
06/21/2007	Hearing Continued (RE: <u>336</u> Document filed by Creditor State of CT Dept. of Economic and Community Development, <u>364</u> Amended Motion filed by Creditor State of CT Dept. of Economic and Community Development, <u>347</u> Motion to Appoint Trustee filed by Creditor State of CT Dept. of Economic and Community Development, <u>343</u> Response filed by Creditor HFAH ASYLUM, LLC, <u>381</u> Objection filed by Creditor HFAH ASYLUM, LLC, <u>368</u> Motion to Convert Chapter 11 to Chapter 7 filed by Creditor Town of Windham, <u>354</u> Objection filed by Creditor HFAH ASYLUM, LLC, <u>378</u> Objection filed by Creditor HFAH ASYLUM, LLC) Hearing to be held on 6/22/2007 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>336</u> and for <u>364</u> and for <u>347</u> and for <u>343</u> and for <u>381</u> and for <u>368</u> and for <u>354</u> and for <u>378</u> , (Roseberry, Barbara) (Entered: 06/21/2007)
06/22/2007	Hearing Off (RE: <u>368</u> Motion to Convert Chapter 11 to Chapter 7 filed by Creditor Town of Windham, <u>378</u> Objection filed by Creditor HFAH ASYLUM, LLC) (Roseberry, Barbara) (Entered: 06/22/2007)
6/22/2007	Hearing Held (RE: <u>364</u> Amended Motion For Appointment of Chapter 11 Trustee filed by Creditor State of CT Dept. of Economic and Community Development) (granted, order to be submitted) (Roseberry, Barbara) (Entered: 06/22/2007)
06/25/2007	<u>386</u> Order Granting an Amended Motion Declaring Plan Null and Void and Directing the Appointment of a Chapter 11 Trustee (RE: <u>364</u> ) Signed on 6/25/2007. (Roseberry, Barbara) (Entered: 06/25/2007)
06/27/2007	<u>387</u> BNC Certificate of Mailing - PDF Document. (RE: <u>386</u> Order on Amended Motion) Service Date 06/27/2007. (Admin.) (Entered: 06/28/2007)
07/02/2007	<u>388</u> Appointment of LOUIS TESTA as Chapter 11 Trustee. Filed by U.S. Trustee. (Mackey, Steven) (Entered: 07/02/2007)
07/02/2007	<u>389</u> Application for Order Approving Appointment of Chapter 11 Trustee LOUIS TESTA Filed by Steven E. Mackey on behalf of U. S. Trustee, U.S. Trustee. (Attachments: # <u>1</u> Proposed Order) (Mackey, Steven) (Entered: 07/02/2007)
07/03/2007	<u>390</u> Document (Verified Statement by LOUIS TESTA) Filed by Steven E. Mackey on behalf of U. S. Trustee U.S. Trustee, (Re: <u>389</u> Generic Application filed by U.S. Trustee U. S. Trustee). (Mackey, Steven) (Entered: 07/03/2007)
7/03/2007	<u>391</u> Order Approving Application to Appoint Louis Testa as Chapter 11 Trustee (RE: <u>389</u> ) Signed on 7/3/2007. (Roseberry, Barbara) (Entered: 07/03/2007)

07/03/2007	<u>392</u> Application to Employ Neubert, Pepe & Monteith, P.C. as Attorneys for the Trustee Filed by Louis Testa on behalf of Louis Testa, Trustee. (Attachments: # <u>1</u> Affidavit of Douglas S. Skalka in Support# <u>2</u> Proposed Order) (Testa, Louis) (Entered: 07/03/2007)
07/03/2007	<u>393</u> Request for a Hearing Filed by Louis Testa on behalf of Louis Testa Trustee, (Re:) <u>392</u> Application to Employ filed by Trustee Louis Testa). (Testa, Louis) (Entered: 07/03/2007)
07/05/2007	<u>394</u> BNC Certificate of Mailing - PDF Document. (RE: <u>391</u> Order on Generic Application) Service Date 07/05/2007. (Admin.) (Entered: 07/06/2007)
07/06/2007	<u>395</u> U.S. Trustee's Statement of No Objection to the Trustee's Application to Retain Neubert, Pepe & Monteith, P.C. as General Bankruptcy Counsel. Filed by U.S. Trustee RE: <u>392</u> Application to Employ filed by Trustee Louis Testa). (Mackey, Steven) (Entered: 07/06/2007)
07/06/2007	<u>396</u> Order Granting Application to Employ Douglas S. Skalka, Neubert, Pepe & Montieth, P.C. as Attorney for the Trustee (RE: <u>392</u> ) Signed on 7/6/2007. (Roseberry, Barbara) (Entered: 07/06/2007)
07/08/2007	<u>397</u> BNC Certificate of Mailing - PDF Document. (RE: <u>396</u> Order on Application to Employ) Service Date 07/08/2007. (Admin.) (Entered: 07/09/2007)
07/23/2007	<u>398</u> Notice of Appearance and Request for Notice Filed by Michael R. Enright on behalf of Willimantic Power Corporation Creditor,. (Enright, Michael) (Entered: 07/23/2007)
08/09/2007	<u>399</u> Document <i>Notice of Address Change for Raymond R. Pring, Jr.</i> Filed by James L. Young on behalf of HFAH ASYLUM, LLC Creditor, (Re:) <u>30</u> Amended Motion, filed by Creditor HFAH ASYLUM, LLC). (Young, James) (Entered: 08/09/2007)
08/09/2007	<u>400</u> Certificate of Service <i>Notice of Address Change for Raymond R. Pring, Jr.</i> Filed by James L. Young Jr. on behalf of HFAH ASYLUM, LLC Creditor, (Re:) <u>399</u> Document filed by Creditor HFAH ASYLUM, LLC). (Young, James) (Entered: 08/09/2007)
08/17/2007	<u>401</u> Application to Employ Keen Realty, LLC as Special Real Estate Consultant Filed by Douglas S. Skalka on behalf of Louis Testa, Trustee. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Proposed Order) (Skalka, Douglas) (Entered: 08/17/2007)
08/30/2007	<u>402</u> Notice of Hearing Set (RE: <u>401</u> Application to Employ Keen Realty, LLC, as Special Real Estate Consultant filed by Trustee Louis Testa) Hearing to be held on 9/13/2007 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>401</u> , (Roseberry, Barbara) (Entered: 08/30/2007)
09/01/2007	<u>403</u> BNC Certificate of Mailing - Hearing (RE: <u>402</u> Notice of Hearing) Service Date 09/01/2007. (Admin.) (Entered: 09/02/2007)
09/10/2007	<u>404</u> Certificate of Service Filed by Douglas S. Skalka on behalf of Louis Testa Trustee, (Re:) <u>402</u> Notice of Hearing, <u>401</u> Application to Employ filed by Trustee Louis Testa). (Skalka, Douglas) (Entered: 09/10/2007)
09/13/2007	Hearing Continued (RE: <u>401</u> Application to Employ filed by Trustee Louis Testa) Hearing to be held on 9/20/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>401</u> , (Roseberry, Barbara) (Entered: 09/13/2007)

09/14/2007	<u>406</u> Motion to Vacate <i>Order Determining Value of Collateral and Secured Status of Claims</i> Filed by Irve J Goldman on behalf of State of CT Dept. of Economic and Community Development, Creditor(RE: <u>253</u> Order Granting Motion Determining Value of Collateral and Secured Status of claims (RE: <u>244</u> ) Signed on 9/29/2005. (Roseberry, Barbara)). (Attachments: # <u>1</u> Proposed Order) (Goldman, Irve) (Entered: 09/14/2007)
09/17/2007	<u>407</u> Notice of Hearing Set (RE: <u>406</u> Motion to Vacate Order Determining Value, filed by Creditor State of CT Dept. of Economic and Community Development) Hearing to be held on 10/4/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>406</u> , (Pesce, Joneen) (Entered: 09/17/2007)
09/19/2007	<u>408</u> BNC Certificate of Mailing - Hearing (RE: <u>407</u> Notice of Hearing, ) Service Date 09/19/2007. (Admin.) (Entered: 09/20/2007)
09/20/2007	Hearing Continued (RE: <u>401</u> Application to Employ filed by Trustee Louis Testa) Hearing to be held on 9/27/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>401</u> , (Roseberry, Barbara) (Entered: 09/20/2007)
09/27/2007	Hearing Continued (RE: <u>401</u> Application to Employ filed by Trustee Louis Testa) Hearing to be held on 10/11/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>401</u> , (Roseberry, Barbara) (Entered: 09/27/2007)
10/04/2007	Hearing Continued (RE: <u>406</u> Motion to Vacate filed by Creditor State of CT Dept. of Economic and Community Development) Hearing to be held on 10/25/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>406</u> , (Roseberry, Barbara) (Entered: 10/04/2007)
10/11/2007	Hearing Continued (RE: <u>401</u> Application to Employ filed by Trustee Louis Testa) Hearing to be held on 10/25/2007 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>401</u> , (Roseberry, Barbara) (Entered: 10/11/2007)
10/23/2007	<u>413</u> Amended Application Filed by Douglas S. Skalka on behalf of Louis Testa, Trustee (RE: <u>401</u> Application to Employ Keen Realty, LLC as Special Real Estate Consultant Filed by Douglas S. Skalka on behalf of Louis Testa, Trustee. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Proposed Order) (Skalka, Douglas)). (Attachments: # <u>1</u> Exhibit A# <u>2</u> Affidavit in Support# <u>3</u> Proposed Order) (Skalka, Douglas) (Entered: 10/23/2007)
10/23/2007	<u>414</u> Hearing Set (RE: <u>413</u> Amended Application to Employ filed by Trustee Louis Testa) Hearing to be held on 10/25/2007 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>413</u> (notice not sent, administrative purpose) (Roseberry, Barbara) (Entered: 10/23/2007)
10/25/2007	<u>415</u> Notice of Pre-Trial Conference Set (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Pre-Trial Conference set for 11/5/2007 at 11:00 AM Chambers, 7th Floor for <u>70</u> , (Pesce, Joneen) (Entered: 10/25/2007)
10/25/2007	Hearing Held (RE: <u>401</u> Application to Employ Keen Realty filed by Trustee Louis Testa) <u>413</u> Amended Application to Employ (order to be submitted) (Roseberry, Barbara) (Entered: 10/26/2007)
10/25/2007	Hearing Held (RE: <u>406</u> Motion to Vacate Order filed by Creditor State of CT Dept. of Economic and Community Development) ( 1 week after parties secure transcript each party to file



	memorandum) (Roseberry, Barbara) (Entered: 10/26/2007)
10/26/2007	421 Request for Transcript (RE:) Hearing Held heard on 09/29/2005 Filed by Irve Goldman. Sent to Falzarono 11/01/07. (RE: Hearing Held) (Levine, Deenah) (Entered: 11/01/2007)
10/27/2007	418 BNC Certificate of Mailing - Hearing (RE: <u>415</u> Notice of Hearing) Service Date 10/27/2007. (Admin.) (Entered: 10/28/2007)
10/29/2007	<u>419</u> Certificate of Service <i>11/5/07 Pre-trial Conference</i> Filed by James L. Young Jr. on behalf of HFAH ASYLUM, LLC Creditor of <u>415</u> Notice of Pre-Trial Convergence and (Re:) <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC). (Young, James) Modified on 10/29/2007 <b>**to add relationship to Doc. #415**</b> (Roseberry, Barbara). (Entered: 10/29/2007)
10/29/2007	<b>Corrective Entry <b>**to add relationship to Doc. #415**</b> (RE: <u>419</u> Certificate of Service of <u>415</u> and <u>70</u> Motion for Relief from Stay, Adequate Protection filed by Creditor HFAH ASYLUM, LLC) (Roseberry, Barbara) (Entered: 10/29/2007)</b>
10/30/2007	<u>420</u> Order Granting Application to Employ KPMG Corporate Finance LLC, and KPMG CF Realty LLC (RE: <u>401</u> ) Signed on 10/30/2007. (Roseberry, Barbara) (Entered: 10/30/2007)
11/01/2007	<u>422</u> BNC Certificate of Mailing - PDF Document. (RE: <u>420</u> Order on Application to Employ) Service Date 11/01/2007. (Admin.) (Entered: 11/02/2007)
11/05/2007	Hearing Continued (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Hearing to be held on 11/19/2007 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>70</u> , (Roseberry, Barbara) (Entered: 11/06/2007)
11/19/2007	Pre-Trial Continued (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Pre-Trial Conference set for 1/14/2008 at 11:15 AM Chambers, 7th Floor for <u>70</u> , (Johnston, Peggy) (Entered: 11/19/2007)
11/21/2007	425 Transcript (RE: Hearing Held September 29, 2005 Confirmation of the Plan) (Roseberry, Barbara) (Entered: 11/26/2007)
12/17/2007	<u>426</u> Monthly Operating Report for Filing Period July 2007 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 12/17/2007)
12/17/2007	<u>427</u> Monthly Operating Report for Filing Period August 2007 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 12/17/2007)
12/17/2007	<u>428</u> Monthly Operating Report for Filing Period September 2007 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 12/17/2007)
12/17/2007	<u>429</u> Monthly Operating Report for Filing Period October 2007 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 12/17/2007)
01/14/2008	Hearing Continued (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Hearing to be held on 2/11/2008 at 10:30 AM 7th Floor, Chambers <u>70</u> , (Roseberry, Barbara) Modified on 1/14/2008 <b>**to correct location**</b> (Roseberry,

	Barbara). (Entered: 01/14/2008)
01/22/2008	<u>431</u> Application for Order Increasing Maximum Compensation to Accountant Filed by Louis J. Testa on behalf of Louis Testa, Trustee. (Attachments: # <u>1</u> Proposed Order) (Testa, Louis) (Entered: 01/22/2008)
01/24/2008	<u>432</u> Notice of Hearing Set (RE: <u>431</u> Application to Increase Maximum Compensation to Accountant filed by Trustee Louis Testa) Hearing to be held on 2/14/2008 at 11:00 AM 7th Floor Courtroom, Room 715B for <u>431</u> , (Pesce, Joneen) (Entered: 01/24/2008)
01/26/2008	<u>433</u> BNC Certificate of Mailing - Hearing (RE: <u>432</u> Notice of Hearing) Service Date 01/26/2008. (Admin.) (Entered: 01/27/2008)
01/28/2008	<u>434</u> U.S. Trustee's Statement of No Objection Filed by U.S. Trustee RE: <u>431</u> Generic Application filed by Trustee Louis Testa). (Mackey, Steven) (Entered: 01/28/2008)
02/06/2008	<u>435</u> Certificate of Service Filed by Louis J. Testa on behalf of Louis Testa Trustee, (Re:) <u>432</u> Notice of Hearing, <u>431</u> Generic Application filed by Trustee Louis Testa). (Testa, Louis) (Entered: 02/06/2008)
02/07/2008	<u>436</u> Stipulation with The State of Connecticut, Department of Economic and Community Development and HFAH Asylum, LLC <i>for Briefing Schedule on Motion of State of Connecticut, Department of Economic and Community Development, To Vacate Order Determining Value of Collateral and Secured Status of Claims</i> . Filed by Irve J Goldman on behalf of State of CT Dept. of Economic and Community Development Creditor,. (Goldman, Irve) (Entered: 02/07/2008)
02/08/2008	<u>437</u> Memorandum of Law in Support of Motion of State of Connecticut, Department of Economic and Community Development to Vacate Order Determining Value of Collateral and Secured Status of Claims Brief Filed by Irve J Goldman on behalf of State of CT Dept. of Economic and Community Development Creditor, (Re:) <u>406</u> Motion to Vacate filed by Creditor State of CT Dept. of Economic and Community Development). (Goldman, Irve) Modified on 2/8/2008 **add info**(Roseberry, Barbara). (Entered: 02/08/2008)
02/08/2008	<u>438</u> Order Granting Signed on 2/8/2008 (RE: <u>436</u> Stipulation for Briefing Schedule on Re: # <u>406</u> Motion of State of CT, Departmenet of Economic and Community Development to Vacate Order Determining Value of Collateral and Secured Status of Claims filed by Creditor State of CT Dept. of Economic and Community Development). (Roseberry, Barbara) (Entered: 02/08/2008)
02/10/2008	<u>439</u> BNC Certificate of Mailing - PDF Document. (RE: <u>438</u> Order (Generic), Order (Generic)) Service Date 02/10/2008. (Admin.) (Entered: 02/11/2008)
02/14/2008	Hearing Held (RE: <u>431</u> Application to Increase Compensation to Accountant filed by Trustee Louis Testa) (Roseberry, Barbara) (order to be submitted) (Entered: 02/14/2008)
02/14/2008	<u>441</u> Notice of Pre-Trial Conference Set RE: related document(s) <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC). Pre-Trial Conference set for 3/10/2008 at 11:15 AM Chambers, 7th Floor for <u>70</u> , (Pesce, Joneen) Modified on 2/14/2008 (Pesce, Joneen). DOCKETED IN ERROR (Entered: 02/14/2008)
02/19/2008	<u>442</u> Order Granting Application to Increase Compensation to Accountant (RE: <u>431</u> ) Signed on



	2/19/2008. (Leible, Beverly) (Entered: 02/19/2008)
02/20/2008	<u>443</u> Notice of Rescheduled Pre-Trial Conference Set (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Pre-Trial to be held on 3/24/2008 at 10:00 AM Chambers, 7th Floor for <u>70</u> , (Pesce, Joneen) (Entered: 02/20/2008)
02/21/2008	<u>444</u> BNC Certificate of Mailing - PDF Document. (RE: <u>442</u> Order on Generic Application) Service Date 02/21/2008. (Admin.) (Entered: 02/22/2008)
02/22/2008	<u>445</u> BNC Certificate of Mailing - Notice of Hearing (RE: <u>443</u> Notice of Hearing) Service Date 02/22/2008. (Admin.) (Entered: 02/23/2008)
02/25/2008	<u>446</u> Opposition Brief Filed by James L. Young Jr. on behalf of HFAH ASYLUM, LLC Creditor, (Re: <u>406</u> Motion to Vacate, filed by Creditor State of CT Dept. of Economic and Community Development). (Young, James) (Entered: 02/25/2008)
02/26/2008	<u>447</u> Notice of Appearance and Request for Notice Filed by Craig I. Lifland on behalf of Platinum Properties 1, Inc. Creditor,. (Lifland, Craig) (Entered: 02/26/2008)
02/26/2008	<u>448</u> Notice of Appearance and Request for Notice Filed by Kellianne Baranowsky on behalf of Platinum Properties 1, Inc. Creditor,. (Baranowsky, Kellianne) (Entered: 02/26/2008)
02/26/2008	<u>449</u> Notice of Appearance and Request for Notice Filed by Lawrence S. Grossman on behalf of Platinum Properties 1, Inc. Creditor,. (Grossman, Lawrence) (Entered: 02/26/2008)
02/26/2008	<u>450</u> Adversary case 08-02015. (21 (Validity, priority or extent of lien or other interest in property), 72 (Injunctive relief - other)) : Complaint by Lawrence S. Grossman, HFAH ASYLUM, LLC on behalf of Platinum Properties 1, Inc. against Louis Testa, Esq., Trustee of Bankruptcy Estate of Windham Mills Dev. Corp., HFAH ASYLUM, LLC. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F - Part 1# <u>7</u> Exhibit F - Part 2# <u>8</u> Exhibit F - Part 3# <u>9</u> Exhibit G# <u>10</u> Exhibit H) (Grossman, Lawrence) (Entered: 02/26/2008)
02/29/2008	<u>451</u> Certificate of Service Filed by James L. Young Jr. on behalf of HFAH ASYLUM, LLC Creditor, (Re: <u>446</u> Brief filed by Creditor HFAH ASYLUM, LLC). (Young, James) (Entered: 02/29/2008)
03/05/2008	<u>452</u> Stipulation with HFAH ASYLUM, LLC for Extension of Time for State of Connecticut, DECD to File its Reply Brief. Filed by Irve J Goldman on behalf of State of CT Dept. of Economic and Community Development Creditor,. (Goldman, Irve) (Entered: 03/05/2008)
03/06/2008	<u>453</u> Order Granting Extension of Time. Signed on 3/6/2008 (RE: <u>452</u> Stipulation filed by Creditor State of CT Dept. of Economic and Community Development). (Johnston, Peggy) (Entered: 03/06/2008)
03/07/2008	<u>454</u> Reply Memorandum of Law In Response to Memorandum of Law of HFAH Asylum, LLC in Opposition to Motion to Vacate Order Determining Value of Collateral and Secured Status c Claims Brief Filed by Irve J Goldman on behalf of State of CT Dept. of Economic and Community Development Creditor,. (Goldman, Irve) (Entered: 03/07/2008)


03/08/2008	455 BNC Certificate of Mailing - PDF Document. (RE: <u>453</u> Order (Generic)) Service Date 03/08/2008. (Admin.) (Entered: 03/09/2008)
3/10/2008	456 Application for Compensation for Pinecrest Environmental Services, LLC, Consultant, Fee: \$3,097.50, Expenses: \$36.00. Filed by Douglas S. Skalka, Attorney. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Proposed Order) (Skalka, Douglas) (Entered: 03/10/2008)
03/10/2008	457 Request for a Hearing Filed by Douglas S. Skalka on behalf of Louis Testa Trustee, (Re: <u>456</u> Application for Compensation, filed by Consultant Pinecrest Environmental Services, LLC). (Skalka, Douglas) (Entered: 03/10/2008)
03/11/2008	458 Notice of Appearance and Request for Notice <i>and Demand for Service of Papers and Request for Disclosure Statements and Plans</i> Filed by David M. S. Shaiken on behalf of Reid and Riege, P.C. Creditor,. (Shaiken, David) (Entered: 03/11/2008)
03/12/2008	459 Notice of Hearing Set (RE: <u>456</u> Application for Compensation, filed by Consultant Pinecrest Environmental Services, LLC) Hearing to be held on 4/17/2008 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>456</u> , (Pesce, Joneen) (Entered: 03/12/2008)
03/14/2008	460 BNC Certificate of Mailing - Notice of Hearing (RE: <u>459</u> Notice of Hearing) Service Date 03/14/2008. (Admin.) (Entered: 03/15/2008)
03/24/2008	Hearing Continued (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Pre-Trial Conference set for 4/7/2008 at 11:00 AM Chambers, 7th Floor for <u>70</u> , (Roseberry, Barbara) (Entered: 03/24/2008)
03/24/2008	462 Statement of U.S. Trustee - No Objection Filed by U.S. Trustee RE: <u>456</u> Application for Compensation, filed by Consultant Pinecrest Environmental Services, LLC). (Mackey, Steven) (Entered: 03/24/2008)
03/25/2008	463 Certificate of Service Filed by Douglas S. Skalka on behalf of Louis Testa Trustee, (Re: <u>456</u> Application for Compensation, filed by Consultant Pinecrest Environmental Services, LLC, <u>459</u> Notice of Hearing). (Skalka, Douglas) (Entered: 03/25/2008)
04/03/2008	464 Monthly Operating Report for Filing Period November 2007 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 04/03/2008)
04/03/2008	465 Monthly Operating Report for Filing Period December 2007 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 04/03/2008)
04/03/2008	466 Monthly Operating Report for Filing Period January 2008 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 04/03/2008)
04/04/2008	467 Monthly Operating Report for Filing Period February 2008 Filed by Louis Testa on behalf of Louis Testa Trustee,. (Testa, Louis) (Entered: 04/04/2008)
4/07/2008	Hearing Continued (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Pre-Trial Conference set for 4/14/2008 at 02:00 PM Chambers, 7th Floor for <u>70</u> , (Roseberry, Barbara) (Entered: 04/08/2008)

04/08/2008	<u>469</u> Ruling and Order Granting Signed on 4/8/2008 (RE: <u>406</u> Motion to Vacate <u>253</u> Order Determining Value of Collateral and Secured Status of Claims filed by Creditor State of CT Dept. of Economic and Community Development). (Roseberry, Barbara) (Entered: 04/08/2008)
04/08/2008	<u>470</u> RULING AND ORDER Generated for BNC Noticing. (failure report - resending) (Roseberry, Barbara) (Entered: 04/09/2008)
04/10/2008	<u>471</u> Application for Compensation for Frederick J. Delicandro Jr., Accountant, Fee: \$3,225.00, Expenses: \$0. Filed by Louis Testa, Attorney. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Proposed Order) (Testa, Louis) (Entered: 04/10/2008)
04/11/2008	<u>472</u> BNC Certificate of Mailing - PDF Document. (RE: <u>470</u> Generate BNC Notice/Form) Service Date 04/11/2008. (Admin.) (Entered: 04/12/2008)
04/14/2008	<u>473</u> Notice of Hearing Set (RE: <u>471</u> Application for Compensation filed by Accountant Frederick J. Delicandro, Trustee Louis Testa) Hearing to be held on 5/8/2008 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>471</u> , (Pesce, Joneen) (Entered: 04/14/2008)
04/14/2008	Hearing Continued RE: related document(s) <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC). Hearing to be held on 4/21/2008 at 03:00 PM Chambers, 7th Floor for <u>70</u> , (Roseberry, Barbara) (Entered: 04/14/2008)
04/16/2008	<u>475</u> BNC Certificate of Mailing - Notice of Hearing (RE: <u>473</u> Notice of Hearing) Service Date 04/16/2008. (Admin.) (Entered: 04/17/2008)
04/17/2008	Hearing Continued (RE: <u>456</u> Application for Compensation filed by Consultant Pinecrest Environmental Services, LLC) Hearing to be held on 5/8/2008 at 10:00 AM 7th Floor Courtroom, Room 715B for <u>456</u> , (Roseberry, Barbara) (Entered: 04/17/2008)
04/21/2008	Hearing Continued (Pre-Trial Conference) (RE: <u>70</u> Motion for Adequate Protection, Motion for Relief From Stay filed by Creditor HFAH ASYLUM, LLC) Pre-Trial set for 4/28/2008 at 3:00pm at Chambers, 7th Floor. (Johnston, Peggy) (Entered: 04/21/2008)

PACER Service Center			
Transaction Receipt			
04/21/2008 18:39:43			
PACER Login:	sm0296	Client Code:	11696-1
Description:	Docket Report	Search Criteria:	04-23619 Fil or Ent: filed Doc From: 0 Doc To: 99999999 Term: included Format: HTML
Billable Pages:	30	Cost:	2.40

## EXHIBIT 9

FORM B10 (Official Form 10) (04/04)

UNITED STATES BANKRUPTCY COURT DISTRICT OF CONNECTICUT		PROOF OF CLAIM
Name of Debtor Windham Mills Development Corporation	Case Number 04-23619 - rik	05 APR - 8 PM 3:50
<b>NOTE:</b> This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. §503.		 04-23619 8088030
Name of Creditor (The person or other entity to whom the debtor owes money or property): HFAH Asylum LLC	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and Address where notices should be sent: HFAH Asylum LLC c/o James F. Young, Jr. Andrews, Young & Geraghty, P.C. 216 Broad St., P.O. Box 751 New London, CT 06320-5336		
Telephone Number: (860) 444-2101 x28		
Account or other number by which creditor identifies debtor:	Check here if <input type="checkbox"/> replaces this claim <input type="checkbox"/> amends a previously filed claim, dated: _____	
<b>1. Basis for Claim</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input checked="" type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____ <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. §1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
<b>2. Date debt was incurred:</b> August 30, 1999 <b>3. If court judgment, date obtained:</b> Judgment of Foreclosure June 28, 2004		
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ _____ \$5,255,332.80* \$5,255,332.80* (unsecured) (secured) (priority) (Total)		
If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below. <input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges. *(see itemized statement attached)		
<b>5. Secured Claim.</b> <input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input checked="" type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ 322 Main Street, Willimantic, CT Value of Collateral: \$ Unknown - to be determined Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ Unknown	<b>7. Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,925)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). *Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
<b>6. Unsecured Nonpriority Claim \$ _____</b> <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		
<b>8. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. <b>9. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. <b>10. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date 4/6/05	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): By James L. Young, Jr., Authorized Signatory for HFAH/Asylum, LLC	

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF CONNECTICUT**

IN THE MATTER OF

CASE NO. *04-23619*

DEBTOR(S) *Windham Mills Dev.*

ADV. NO.

DOC. NO.

CLAIM NO.

**SUBSTITUTION FORM**

**The attachments to this document were not imaged. If these attachments need to be reviewed/or copied, please refer to the original case file.**

DEBORAH S. HUNT  
CLERK OF COURT

## EXHIBIT 10

BROWNSTEIN HYATT FARBER SCHRECK  
100 City Parkway, Suite 1600  
Las Vegas, Nevada 89106  
(702) 382-2101

James D. Greene, Esq.  
Nevada Bar No. 2647  
BROWNSTEIN HYATT FARBER SCHRECK, LLP  
100 City Parkway, Suite 1600  
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Ph: (702) 382-2101  
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E-mail: [jgreene@bhfs.com](mailto:jgreene@bhfs.com)

Attorney for Platinum Properties 1, Inc.

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re

USA COMMERCIAL MORTGAGE COMPANY,

Debtor.

In re

USA CAPITAL REALTY ADVISORS, LLC,

Debtor.

In re

USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,

Debtor.

In re

USA CAPITAL FIRST TRUST DEED FUND, LLC,

Debtor.

In re

USA SECURITIES, LLC,

Debtor.

Case No. BK-S-06-10725-LBR  
Case No. BK-S-06-10726 LBR  
Case No. BK-S-06-10727 LBR  
Case No. BK-S-06-10728 LBR  
Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under  
Case No. BK-S-06-10725 LBR

[PROPOSED] ORDER GRANTING  
MOTION FOR ORDER IN SUPPORT OF  
PLAN CONFIRMATION ORDER

DATE: JUNE 9, 2008  
TIME: 9:30 A.M.

## Affects:

- ☐ All Debtors  
☒ USA Commercial Mortgage Company  
☐ USA Securities, LLC  
☐ USA Capital Realty Advisors, LLC  
☒ USA Capital Diversified Trust Deed Fund, LLC  
☐ USA Capital First Trust Deed Fund, LLC

The Motion for Entry of an Order in Support of Plan Confirmation Order filed by Platinum Properties 1, Inc. ("Motion") came on for hearing at the above date and time, the Honorable Linda B. Riegle, United States Bankruptcy Judge, presiding. Platinum was represented by James D. Greene, Esq. of Brownstein Hyatt Farber Schreck, LLP. Other appearances were noted on the record. The Court has considered the Motion and the Exhibits thereto, other relevant pleadings and the arguments of counsel at the hearing. The Court has determined that notice of the Motion was properly given to all appropriate parties and that, for good cause appearing,

IT IS HEREBY ORDERED that the Motion be, and it hereby is, GRANTED; and in support thereof, the Court makes the following findings of fact and conclusions of law:

A. USA Commercial Mortgage Company ("USACM"), USA Securities, LLC, USA Capital Realty Advisors, LLC, USA Capital Diversified Trust Deed Fund, LLC and USA Capital First Trust Deed Fund, LLC ("FTDF," and collectively the "Debtors"), filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code on April 13, 2006.

B. By Order entered on or about June 9, 2006, the Court approved the joint administration of the Debtors' bankruptcy cases.

C. On January 8, 2007, the Court entered the "[PROPOSED] ORDER CONFIRMING THE 'DEBTORS' THIRD AMENDED JOINT CHAPTER 11 PLAN OF REORGANIZATION,' AS MODIFIED HEREIN" (hereinafter the "Confirmation Order"), thereby confirming the Debtors' joint plan of reorganization, as modified by the Confirmation Order (hereinafter the "Plan"), and approving certain documents filed in conjunction with the Plan and transactions contemplate therein.

D. The Confirmation Order approved, *inter alia*, the Asset Purchase Agreement, dated December 8, 2006 (hereinafter the "APA") by and between USA Commercial Mortgage

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 100 City Parkway, Suite 1600  
 Las Vegas, Nevada 89106  
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Las Vegas, Nevada 89106  
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Company and USA Capital First Trust Deed Fund, LLC, as "Sellers," and USA Capital Diversified Trust Deed Fund, LLC, USA Capital Realty Advisors, LLC and USA Securities, LLC as "Acknowledging Parties," and Compass Partners, LLC (hereinafter "Compass") as "Purchaser."

E. The Plan and APA set forth the terms and conditions of the Asset Sale Transaction, as defined in the Plan, under which Compass would acquire certain assets of the Debtors, defined as Assets in the APA.

F. The Asset Sale Transaction to Compass closed on January 16, 2007 (the "Closing").

G. As set forth in Paragraph "14." of the Confirmation Order, the Assets were to be conveyed to Compass free and clear of all liens, claims, interests, obligations and encumbrances whatsoever, except as expressly permitted or otherwise specifically provided for in the APA or Confirmation Order.

H. The Asset Purchase Agreement defined the term Assets to include FTDF Assets listed on Schedule 1 to the APA and USACM's interests in Servicing Agreements and Personal Property as set forth in Schedule 2 to the APA.

I. Schedule 2 to the APA includes an Asset described as follows:

<u>Loan Name</u>	<u>Origination Date</u>	<u>7/31/06 Loan Outstanding</u>	<u>FTDF Ownership</u>	<u>USMC Ownership</u>
HFA-Windham	11/15/2004	5,550,000	0.00%	0.00%

J. Schedule 1 to the APA contains no reference to any loan identified as "HFA-Windham."

K. In accordance with the Confirmation Order, and upon occurrence of the Closing of the Asset Sale Transaction, the Debtors conveyed to Compass all rights and claims with respect to the transfers made by USACM to HFAH Asylum, LLC and/or Homes for America Holdings, Inc., and referenced as the "HFA-Windham" loan in Schedule 2 to the APA (hereinafter the "HFA-Windham Loan"), including, without limitation, the right to collect and receive repayment.

L. Each party-in-interest, including, without limitation, the Debtors, the Debtors'



1 successors in interest, and the Direct Lenders, as that term is defined in the Plan, with respect to  
2 the HFA-Windham Loan, including, without limitation, the Direct Lenders set forth in **Exhibit A**  
3 attached hereto, is forever barred from challenging the right of Compass, or its assignee, to  
4 collect and receive repayment of the HFA-Windham Loan, including, without limitation, the  
5 assertion of any Surviving Section 3 Right, as that term is defined in Paragraph "14" of the  
6 Confirmation Order."

7 **Submitted By:**

8  
9 BROWNSTEIN HYATT FARBER SCHRECK, P.C.

10 By: /s/ James D. Greene

11 James D. Greene, Esq.  
12 100 City Parkway, Suite 1600  
13 Las Vegas, Nevada 89106-4614

14 Attorneys for Platinum Properties 1, Inc.

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BROWNSTEIN HYATT FARBER SCHRECK  
100 City Parkway, Suite 1600  
Las Vegas, Nevada 89106  
(702) 382-2101

# EXHIBIT 11

1 **B. Execution Of Documents And Corporate Action.**

2 The Debtors and Debtors in Possession, without any action by Equity Interests whatsoever,  
3 shall execute such documents and take such other action as is necessary to effectuate the  
4 transactions provided for in the Plan.

5 **C. Notice Of Effective Date.**

6 As soon as practicable after the occurrence of the Effective Date, but no later than ten (10)  
7 days thereafter, the USACM Trustee shall File and serve on each holder of a Claim or Equity  
8 Interest a written notice of the occurrence of Effective Date.

9 **D. Retention Of Jurisdiction.**

10 Under sections 105(a) and 1142 of the Bankruptcy Code, and notwithstanding entry of the  
11 Confirmation Order and occurrence of the Effective Date, the Bankruptcy Court shall retain  
12 exclusive jurisdiction over all matters arising out of and related to the Chapter 11 Cases, the assets  
13 and liabilities of the Estates and the Trust Estates, and the Plan to the fullest extent permitted by  
14 law, including, but not limited to:

15 1. Allowing, disallowing, determining, liquidating, classifying, estimating or  
16 establishing the priority or secured or unsecured status of any Claim or Equity Interest not  
17 otherwise allowed under the Plan, including resolving any request for payment of any  
18 Administrative Expense Claim and resolving any objections to the allowance or priority of Claims  
19 or Equity Interests;

20 2. Hearing and determining any and all Claims, Causes of Action or rights that may  
21 be asserted or commenced by the Debtors or a post-Effective Date Entity against Persons, Entities  
22 or governmental units;

23 3. Hearing and determining all applications for compensation and reimbursement of  
24 expenses of Professionals under the Plan or under sections 330, 331, 503(b), 1103 and 1129(a)(4)  
25 of the Bankruptcy Code; provided, however, that from and after the Effective Date, the payment of  
26 the fees and expenses of the Post-Effective Date Entities shall be made in the ordinary course of  
27 business and shall not be subject to approval of the Bankruptcy Court;

28

1 4. Hearing and determining the reasonableness and allowability of any principal  
2 Claim, attorney fee Claim, interest Claim or the charges asserted by a Secured Creditor against the  
3 Debtors, the Estates, or the Post-Effective Date Entities;

4 5. Hearing and determining all matters related to any executory contracts and  
5 unexpired leases to which a Debtor is a party or with respect to which a Debtor may be liable;

6 6. Hearing and determining all matters related to the transfer of the Acquired Assets  
7 to the Asset Purchaser;

8 7. Hearing and determining all matters related to Loan Servicing Agreements;

9 8. Effectuating performance of and payments under the provisions of the Plan;

10 9. Hearing and determining any and all adversary proceedings, motions, applications,  
11 requests for disgorgement and contested or litigated matters arising out of, arising under or related  
12 to the Chapter 11 Cases, including with out limitation the Litigation Claims and the Non-Debtor  
13 Insider Litigation;

14 10. Entering such Orders as may be necessary or appropriate to execute, implement, or  
15 consummate the provisions of the Plan and all contracts, instruments, releases, and other  
16 agreements or documents created in connection with the Plan, the Disclosure Statement or the  
17 Confirmation Order, including USACM Trust Agreement and the DTDF Amended Operating  
18 Agreement;

19 11. Hearing and determining disputes arising in connection with the interpretation,  
20 implementation, consummation, or enforcement of the Plan, including disputes arising under  
21 agreements, documents or instruments executed in connection with the Plan, such as the USACM  
22 Trust Agreement, the DTDF Amended Operating Agreement, and the Asset Purchase Agreement;

23 12. Modifying the Plan, the USACM Trust Agreement or the DTDF Amended  
24 Operating Agreement at the request of the Debtors, the USACM Trustee or the DTDF  
25 Administrator and as provided by applicable law, including to cure any defect or omission, or to  
26 reconcile any inconsistencies in any order of the Court and the Plan, the USACM Trust  
27 Agreement or the DTDF Amended Operating Agreement;  
28

SCHWARTZER & MCPHERSON LAW FIRM  
2850 South Jones Boulevard, Suite 1  
Las Vegas, Nevada 89146-5308  
Tel: (702) 228-7590 · Fax: (702) 892-0122

1           13.     Issuing injunctions, entering and implementing other orders, or taking such other  
2 actions as may be necessary or appropriate to restrain interference by any Entity with  
3 implementation, consummation, or enforcement of the Plan, the Asset Purchase Agreement, or the  
4 Confirmation Order;

5           14.     Entering and implementing such Orders as may be necessary or appropriate if the  
6 Confirmation Order is for any reason reversed, stayed, revoked, modified, or vacated;

7           15.     Hearing and determining any matters arising in connection with or relating to the  
8 Plan, the Disclosure Statement, the Confirmation Order, or any contract, instrument, release, or  
9 other agreement or document created in connection with the Plan, the Disclosure Statement or the  
10 Confirmation Order, including the USACM Trust Agreement, the DTDF Amended Operating  
11 Agreement, the Asset Purchase Agreement or any other asset purchase agreement entered into by  
12 the Debtors and a Third-Party Bidder;

13           16.     Enforcing all orders, judgments, injunctions, releases, exculpations,  
14 indemnifications and rulings entered in connection with the Chapter 11 Cases;

15           17.     Except as otherwise limited herein, recovering all assets of the Debtors and  
16 property of the Estates wherever located;

17           18.     Hearing and determining matters concerning state, local, and federal Taxes in  
18 accordance with sections 346, 505 and 1146 of the Bankruptcy Code;

19           19.     Hearing and determining all questions and disputes regarding title to the assets to  
20 be administered pursuant to the Plan, and the validity and/or priority of any liens or Secured  
21 Claims against those assets;

22           20.     Hearing and determining all questions and disputes as to whether the payment of  
23 any Claim under the Plan should be subordinated to the payment of other Claims;

24           21.     Approving compromises and settlements under Rule 9019 of the Bankruptcy Rules  
25 to the extent required under or included in the Plan;

26           22.     Hearing and determining such other matters as may be provided in the  
27 Confirmation Order or as may be authorized under, or not inconsistent with, provisions of the  
28 Bankruptcy Code;



23. Hearing and determining any matter relating the administration of the Estates by the Post-Effective Date Entities; and

24. Entering Final Decrees closing each of the Chapter 11 Cases.

**E. Binding Effect.**

The rights, benefits and obligations of any Entity or Person named or referred to in the Plan are binding on, and will inure to the benefit of, any permitted heirs, executors, administrators, successors or assigns of such Entity or Person.

**F. Amendment, Modification And Severability.**

1. The Plan may be amended or modified before the Effective Date by the Debtors, with consent of the Committees, to the extent provided by section 1127 of the Bankruptcy Code.

2. The Debtors reserve the right to modify or amend the Plan upon a determination by the Court that the Plan, as it is currently drafted, is not confirmable pursuant to section 1129 of the Bankruptcy Code. To the extent such a modification or amendment is permissible under section 1127 of the Bankruptcy Code, the Debtors reserve the right to sever any provisions of the Plan that the Court finds objectionable.

3. Any modification of the USACM Trust by the beneficiaries thereof in accordance with the provisions of the USACM Trust Agreement shall not constitute a modification of the Plan under section 1127 of the Bankruptcy Code.

4. Any modification to the Estate of the Post-Effective Date DTDF in accordance with the DTDF Amended Operating Agreement shall not constitute a modification of the Plan under section 1127 of the Bankruptcy Code.

**G. Exhibits.**

Any Exhibits to the Plan not Filed herewith will be Filed no later than ten (10) days prior to the commencement of the Confirmation Hearing. The Exhibits will not be served with the Plan, but rather copies of all such Exhibits will be available upon written request to the Debtors' counsel.